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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

NQ2-2238

FORM 10-Q

**QUARTERLY REPORT UNDER SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

For Quarter Ended March 31, 1992
Commission File Number 0-7915

Pyramidwest Development Corporation

(Exact name of Registrant as specified in its charter)

Delaware	36-2679981
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)
1111 South Homan Avenue	
Chicago, Illinois	60624
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (312) 533-4300

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

(APPLICABLE ONLY TO CORPORATE ISSUERS)

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the close of the period covered by this report.

Class A	Class B
1954	193,400

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PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
At MARCH 31, 1992 AND DECEMBER 31, 1991

ASSETS

	March 31, 1992	December 31, 1991
Cash of parent and non-bank subsidiaries, including certificates of deposit of $225,000 at March 31, 1992 and December 31, 1991	$ 227,500	$ 227,370
Cash and due from banks of subsidiary bank	2,427,294	2,580,016
U.S. Government Securities	499,583	487,118
Investment securities of subsidiary bank (Quoted market of $14,350,915 and $14,902,727 at March 31, 1992 and December 31, 1991, respectively.) (Notes 1C and 9)	14,107,119	14,209,742
Federal funds sold of subsidiary bank	2,500,000	1,500,000
Loans of subsidiary bank, net of allowances for possible loan losses of $446,850 and $450,000 at March 31, 1992 and December 31, 1991, respectively.	13,017,753	13,271,772
Land and projects under development costs	2,307,775	2,307,775
Land	47,700	47,700
Building and equipment, net of accumulated depreciation of $939,182 and $904,363 at March 31, 1992 and December 31, 1991, respectively (Note 1D)	1,702,691	1,719,029
Investments in partnership interests (Note 11)	874,741	629,300
Notes and fees receivable (Note 11)	1,072,361	1,522,393
Other assets	1,366,659	892,357
Total Assets	$ 40,151,176	$39,394,572

The accompanying notes to consolidated financial statements
are an integral part of these statements

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
AT MARCH 31, 1992 AND DECEMBER 31, 1991

LIABILITIES AND STOCKHOLDERS' EQUITY

	March 31, 1992	December 31, 1991
Liabilities:		
Demand deposits	$ 7,293,772	$ 6,533,969
Savings deposits	14,265,803	13,021,042
Certificates of deposit	9,398,360	10,627,030
Total Deposits	$30,957,935	$30,182,041
Notes payable	$ --	$ 6,871
Accounts payable	7,071	8,486
Accrued real estate taxes	39,301	50,450
Mortgage note payable (Note 4)	815,211	839,381
Other liabilities	654,538	801,221
Loan payable	225,000	225,000
Total Liabilities	$32,699,056	$32,113,450
Minority Interest in Subsidiaries	$ 170,852	$ 170,501
Stockholders' Equity (Notes 5 and 6):		
Common stock, $1 par value-- Class A, Voting, 50,000 shares authorized, 1,954 shares issued and outstanding at March 31, 1992 and December 31, 1991	1,954	1,954
Class B, non-voting, 200,000 shares authorized, 193,400 issued and outstanding at March 31, 1992 and December 31, 1991	193,400	193,400
Class C, non-voting, 50,000 shares authorized, none issued at March 31, 1992 and December 31, 1991	--	--
Paid in capital	17,629,235	17,629,235
Donated capital	243,679	243,679
Retained earnings	(10,787,000)	(10,957,647)
Total Stockholders' Equity	$ 7,281,268	$ 7,110,621
Total Liabilities and Stockholders' Equity	$40,151,176	$39,394,572

The accompanying notes to consolidated financial statements are an integral part of this statement

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF INCOME
for the Three Months Ended March 31, 1992 and 1991

	March 31	
	1992	1991
Interest Income:		
Interest on loans	$ 298,527	$ 387,692
Interest on investment securities	296,966	225,697
Interest on federal funds sold	24,850	115,706
Other interest income	--	15,018
Total interest income	$ 620,343	$ 744,113
Interest Expense:		
Interest on savings	$ 143,950	$ 172,716
Interest on certificates of deposit	123,188	209,757
Interest on mortgage loans	20,753	23,406
Interest on loans	3,498	5,860
Total interest expense	$ 291,395	$ 411,739
Net interest income	$ 328,948	$ 332,374
Provision for possible loan losses	7,930	7,500
Net interest income after provision possible loan losses	$ 321,018	$ 324,874
Other Operating Income:		
Rental income	$ 11,874	$ 11,874
Other income	218,562	123,461
Total other operating income	$ 230,436	$ 135,335
Other Operating Expenses:		
Salaries, wages and employee benefits	$ 273,538	$ 336,698
General and administrative	287,460	310,146
Depreciation (Note 1D)	42,465	33,704
Total other operating expenses	$ 603,463	$ 680,548
Minority interest in income of consolidated subsidiary	(352)	7,251
Loss from continuing operations and before income taxes	(52,361)	(213,088)
Provision for income taxes (Note 7)	--	--
Loss from continuing operations	$(52,361)	$(213,088)
Discontinued operations:		
Net income from discontinued property management operations (net of income taxes of $56,204 in 1992 and $29,403 in 1991)	166,804	88,937
Net income (loss) before extraordinary item	$ 114,443	$(124,151)
Utilization of operating loss carryforwards	56,204	29,403
Net income (loss)	$ 170,647	$(94,748)

The accompanying notes to consolidated financial statements are an integral part of this statement

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
For the Quarter Ended March 31, 1992

	Common Stock, $1 par					
	Class A	Class B	Class C	Paid-In Capital	Donated Capital	Retained Earnings (Deficit)
Balance at December 31, 1991	$1,954	$193,400	$ --	$17,629,235	$243,679	$(10,957,647)
Net Income	--	--	--	--	--	170,647
Balance at March 31, 1992	$1,954	$193,400	$ --	$17,629,235	$243,679	$(10,787,000)

The accompanying Notes to Consolidated Financial Statements
are an integral part of this statement

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOW
For the Three Months Ended March 31, 1992 and 1991

	1992	1991
CASH FLOW FROM OPERATING ACTIVITIES		
Net income (loss)	$ 170,647	$ (94,748)
Adjustment to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation	42,465	33,704
Provision for loan losses	7,930	7,500
Minority interest in income (loss) of Bank subsidiary	352	(7,251)
Net accretion of investment security premium	(12,465)	(8,325)
Increase in other assets	(474,203)	(95,165)
Decrease in accounts payable	(1,415)	(15,531)
Decrease in accrued and other liabilities	(157,832)	(328,104)
Net cash flow used by operating activities	$(424,621)	$(507,920)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of equipment	$(26,127)	$(17,670)
Decrease in notes and fees receivable	136,891	66,005
Cash distribution from partnership	60,829	93,673
Net (purchases) sales of investment securities	102,623	(56,824)
Increase in project development costs	--	(16,966)
Net (increase) decrease in loans	246,089	(442,590)
Net cash flow from (used by) investing activities	$ 520,305	$(374,372)
CASH FLOW FROM FINANCING ACTIVITIES		
Mortgage principal payments	$(24,170)	$(25,341)
Net increase in deposit accounts	775,894	706,676
Net cash flow from financing activities	$ 751,724	$ 681,335
Increase (decrease) in cash	$ 847,408	(200,957)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	4,307,386	10,049,735
CASH AND CASH EQUIVALENTS AT END OF YEAR	$5,154,794	$ 9,848,778

The accompanying Notes to Consolidated Financial Statements are in integral part of this statement

PYRAMIDWEST DEVELOPMENT CORPORATION
CONSOLIDATED STATEMENT OF EARNINGS PER SHARE
For the Three Months Ended March 31, 1992 and 1991

	March 31	
	1992	1991
Net income (loss) Per Common Share (Note 8):		
(Loss) from Continuing Operations		
Class A	$(.01)	$(.06)
Class B	$(.27)	(1.10)
Income from Discontinued Operations		
Class A	$ .05	$ .02
Class B	$ .86	$ .46
Income from Extraordinary item:		
Class A	$ .01	$ .01
Class B	$ .29	$ .15
Net Income (loss)		
Class A	$ .05	$(.03)
Class B	$ .88	$ (.49)

The accompanying notes to consolidated financial statements are an integral part of this statement

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
March 31, 1992

(1) Summary of Significant Accounting Policies:

A. Organization

Pyramidwest Development Corporation (Pyramidwest) is a Delaware business corporation which was incorporated in 1968 as the North Lawndale Economic Development Corporation. The name was changed to Pyramidwest in October, 1976. Pyramidwest is a one bank holding company which owns 89.66 percent of the voting shares of the Community Bank of Lawndale (Bank) and has two wholly owned operating subsidiaries, California Healthcare, Inc. (CHI), and Pyramidwest Realty and Management, Inc. (PRM). CHI is inactive as of December 31, 1991.

Pyramidwest's purpose is to make investments in corporations and projects designed primarily to promote community welfare through economic revitalization and development which expand and secure the economic well-being, physical development and stability of an area of the west side of the City of Chicago.

Pyramidwest and PRM are the limited and general partner, respectively, in several Illinois limited partnerships including Lawndale Plaza Investors and CHP Associates II, Ltd. These partnerships have been formed to invest in, construct and develop residential, commercial and industrial developments.

B. Basis of Financial Statement Presentation

The consolidated financial statements of Pyramidwest include the accounts of the corporation and its majority owned subsidiaries and partnership interests. All significant intercompany accounts and transactions have been eliminated in consolidation. The financial statements of Pyramidwest Development Corporation (parent company only), as shown in Note 12, reflect its investments in subsidiaries and partnership interests on the equity method of accounting. These interim financial statements reflect all normal, recurring adjustments which are necessary to a fair statement of results for the periods presented.

C. Land and Project Development Costs

Pyramidwest, PRM and CHI, acting for certain limited partnerships, have purchased several parcels of real estate. Where title was acquired by Pyramidwest, such title has been transferred to Illinois land trusts for the benefit of the limited partnerships referred to above. In certain instances improved real estate was purchased with the intention of demolishing the improvements. Accordingly, the entire purchase price of the improved real estate was capitalized as land. In addition, demolition costs (net of receipts from sales of salvaged materials), real estate taxes and other applicable land development costs were also capitalized.

Indirect costs directly associated with a project were capitalized when the major requirements for project development such as regulatory approval and financing commitments were received and development had commenced.

Land and land development costs are stated at the lower of cost or net realizable value.

D. Premises and Equipment,

Premises and equipment are stated at cost less accumulated depreciation and amortization, which is computed on a straight-line method over the estimated useful life of the assets. Maintenance and repairs are charged to expense as incurred.

E. Provision for Possible Loan Losses and Doubtful Accounts

The provisions for possible loan losses and doubtful accounts are the amounts which, based upon the judgements of the respective managements, are necessary to maintain an allowance for possible loan losses and the allowance for doubtful accounts at an adequate level to report loans and accounts receivable at the amounts expected to be received.

F. Investment Securities

Investment securities are stated at cost less amortization of premium plus accretion of discount. Management intends to hold all securities recorded at unamortized cost to maturity and does not foresee any events which would interfere with that intention.

G. Cash Flow Statement

The basis of presentation for the Statements of Cash Flow is the indirect method. Cash transactions of amounts reported under notes and fees receivable are reported net because of original maturities of three months or less. Interest paid during the three months ended March 31, 1992 totalled $267,146. No income taxes were paid by Pyramidwest or any of its subsidiaries during the first three months of 1992 and 1991.

For the purpose of the Statements of Cash Flow, Pyramidwest considers cash equivalents to be all highly liquid securities with an original maturity of three months or less.

H. Post Retirement Benefits

Pyramidwest and subsidiaries do not provide for post retirement benefits for any of its employees.

(2) Off-Balance Sheet and Concentrations of Credit Risk:

The financial statements do not reflect various commitments and contingent liabilities which arise in the normal course of business and which involve elements of credit risk, interest rate risk and liquidity risk. These commitments and contingent liabilities are commitments to extend credit and standby letters of credit. A summary of the commitments and contingent liabilities at March 31, 1992 and 1991 was as follows:

	Approximate Amount	
	3/31/92	3/31/91
Loan commitments	$1,085,876	$ 155,000
Standby letters of credit	10,600	10,600

Commitments to extend credit and standby letters of credit all include exposure to some credit loss in the event of nonperformance of the customer. The Bank's credit policies and procedures for credit commitments are the same as those for extension of credit that are recorded on the Statements of Condition. Because these instruments have fixed maturity dates, and because many of them expire without being drawn upon, they do not generally present any significant liquidity risk to the Bank. The Bank's experience has not been less than sixty percent of loan commitments being drawn upon by customers.

All of the Bank's loan, commitments, and commercial and standby letters of credit have been granted to customers in the Bank's market area. All such customers are depositors of the Bank. Investments in state and municipal securities also involve governmental entities within the Bank's market area. The distribution of commitments to extend credit approximates the distribution of loans outstanding. Commercial and standby letters of credit were granted primarily to commercial borrowers. The Bank, as a matter of policy, does not extend credit to any single borrower or group of related borrowers in excess of $350,000.

(3) Allowance for Possible Loan Losses

Transactions in the allowance for possible loan losses for the three months ended March 31, 1992 and 1991 are as follows:

	Three Months Ended March 31,	
	1992	1991
Balance at beginning of period	$ 450,000	$ 424,817
Provision charged to expense	7,930	7,500
Loans charged off	(11,172)	(24,496)
Recoveries	92	5,379
Balance at end of period	$ 446,850	$ 413,200

(4) Mortgage Notes Payable

Mortgage notes payable consist of the following:

	March 31, 1992
Lawndale Towers Office Building mortgage payable in monthly installments of $12,455.35 including interest at 10% through February 1, 2000.	$ 815,211

Principal payments required under the mortgage outstanding at March 31, 1992:

Year	Amount
1992	$ 52,697
1993	76,671
1994	84,699
1995	93,568
1996	103,366
1997 to 2000	404,210
	$ 815,211

(5) Common Stock

The Certificate of Incorporation of Pyramidwest defines and describes the shares of common stock.

Pyramidwest has three authorized classes of common stock. The principal characteristics of each are as follows:

A. Class A, Voting Common Stock, par value $1 per share is fully paid and nonassessable when issued and paid for and has no preemptive rights. Class A Stock is the only voting stock of Pyramidwest and its ownership is restricted to natural persons residing in an area of Chicago, in quantities not to exceed 20 shares per person. Pyramidwest has an option to reacquire any Class A Stock offered for sale or transfer. The option price of Pyramidwest will be the higher of the book value per share at the preceding month-end or a bona-fide outside offer, as defined. Class A shareholders approve, reject or modify the

Annual Business Plan, which sets forth activities to be carried out by Pyramidwest, determine whether dividends will be paid and determine the compensation of all directors and officers.

B. Class B, Nonvoting Common Stock, par value $1 per share, is fully paid and nonassessable when issued and paid for and has no preemptive rights. Pyramidwest has issued Class B stock, in exchange for capital contributions, to a trust established for the benefit of the Lawndale Peoples Planning and Action Conference (LPPAC), a not-for-profit Illinois corporation organized to promote community development in Lawndale.

C. Class C, Nonvoting Common Stock, par value $1 per share, is fully paid and nonassessable when issued and paid for and has no preemptive rights.

(6) Dividend Distributions and Liquidation Preferences to Shareholders

All dividends must be approved by the holders of Class A Common Stock. Each class of stock is entitled to receive that proportionate share of the total amount of any dividends declared that the capital contributions received by Pyramidwest, as of the dividend declaration date, from the sale or other issuance of such class of stock bears to the total amount of all of the capital contributions received by Pyramidwest from the sale or other issuance of all classes of stock. Each share of stock within a class is entitled to receive the same dividend as any other share of stock in that class, irrespective of the amount of any capital contribution received for such share.

In the event of complete or partial liquidation and distribution of the assets of Pyramidwest, such assets will first be applied to repay to the holders of the Class B Stock the par value and paid-in capital attributable to such shares. Assets remaining will then be applied to repay the amount of par value and paid-in capital attributable to shares of Class C Stock. Assets then remaining will be distributed among the holders of Class A Stock in an amount equal to the Class A Par Value and paid-in capital amounts. Any assets then remaining will be distributed to the holders of all classes on a pro-rata basis.

If, upon liquidation, the assets distributable among the holders of any class are not sufficient to repay the amount of paid-in capital received for that class of stock, the remaining assets to be distributed after distribution to the class ranking prior to the class in which the insufficiency is reached, will be distributed among the holders of the class, ratably.

(7) Federal and State Income Taxes

As a business corporation, Pyramidwest is subject to Federal and State income taxes. Pyramidwest files a consolidated Federal income tax return. Certain income and expense items are accounted for in different time periods for financial reporting and income tax purposes.

Pyramidwest and subsidiaries have reported operating tax losses in prior years and have, for Federal tax purposes, operating loss and investment tax credit carryforwards available as of March 31, 1992 as follows:

Investment Tax Credit and Loss Carry-forwards Expire in:	Tax Losses	Investment Tax Credits
1992	$ --	1,500
1993	743,660	2,500
1994	949,357	1,800
1995	1,482,052	1,000
1996	--	1,000
1997	287,558	405
1998	282,252	25,000
1999	--	--
2000	1,100,837	--
2001	5,321,837	--

(8) Earnings Per Common Share

Earnings per common share is calculated using the two-class common stock method. Under this method, the total income for the year is allocated t each of Pyramidwest's classes of common stock based on the ratio of the weighted average capitalization (using month-end balances) of each class of stock to the weighted average capitalization of all classes of common stock. The earnings per share amounts are then determined based on the weighted average number of common shares outstanding.

The weighted average number of common shares outstanding, calculated using the number outstanding at each month-end is as follows:

	For the Three Months Ended March 31, 1992 and 1991
Class A	1,954
Class B	193,400
Class C	--

(9) Investment Securities of Subsidiary Bank

Investment securities of the Bank with a book value of $3,215,000 at March 31, 1992 and December 31, 1991, respectively, were pledged to secure certain deposits.

(10) Investment in Subsidiary Bank

Pursuant to state law, dividends may only be paid from net profits. However, 10% of such net profits must first be transferred to surplus until surplus equals capital (common stock). The Bank does not expect to pay dividends in the foreseeable future.

(11) Sale of Limited Partnership Interest and Accounting for Development Income

PRM and PDC originally owned a 100% interest in various limited partnerships. The limited partnership interests have been sold to outside investors with PRM retaining only the general partnership interest in each partnership.

The partners of Restoration Investors I, II, III, IV and V have directed that the partnership interests be sold. PRM will no longer general partner of the successor partnerships and, as of April 1, 1991, no longer

manages the properties. PRM has advanced $216,367 at March 31, 1992 and December 31, 1991, respectively, to facilitate the tax free exchange of limited partnership interests in Restoration Investors I, II, and IV. These advances, included in Notes and fees receivable, were paid to entities in which the President of the General Partner of these entities is also the President of PRM. PRM will be reimbursed these advances upon completion of the tax free exchange transactions. Included in other assets are expenses related to selling the partnership interests which total $55,801 at March 31, 1992 and December 31, 1991, respectively.

Included in the consolidated balance sheets are investments in partnership interests of $568,471 and $629,300 as of March 31, 1992 and December 31, 1991, respectively, relating to these partnerships.

(12) Condensed Financial Statements of Pyramidwest Development Corporation (Parent Company Only)

PYRAMIDWEST DEVELOPMENT CORPORATION
(PARENT COMPANY ONLY)
BALANCE SHEETS
March 31, 1992 and December 31, 1991

	March 31 1992	December 31 1991
Cash and certificates of deposit	$ 225,100	$ 228,652
U. S. Government securities	499,583	487,118
Investment in Bank subsidiary	1,487,897	1,484,848
Investments in and advances to nonbank subsidiaries	7,643,624	7,416,432
Furniture and equipment, net of accumulated depreciation	3,402	3,402
Other assets	137,339	129,967
Total Assets	$ 9,996,945	$ 9,750,419
Accounts payable	$ 6,509	$ 2,418
Other liabilities	26,364	12,725
Notes payable to subsidiaries	2,682,804	2,624,655
Total Liabilities	$ 2,715,677	$ 2,639,798
Common stock	$ 195,354	$ 195,354
Paid-in capital	17,629,235	17,629,235
Donated capital	243,679	243,679
Retained earnings	(10,787,000)	(10,957,647)
Total Stockholders' Equity	$ 7,281,268	$ 7,110,621
Total Liabilities and Stockholders' Equity	$ 9,996,945	$ 9,750,419

PYRAMIDWEST DEVELOPMENT CORPORATION
(PARENT COMPANY ONLY)
STATEMENT OF INCOME
For The Three Months Ended March 31, 1992 and 1991

	1992	1991
Interest income	$ 9,448	$ 13,515
Other income	--	25
Total Income	$ 9,448	$ 13,540
Operating Expenses:		
Salaries, wages and employee benefits	$ 19,830	$ 22,766
General and administrative	43,208	49,509
Total Operating Expenses	$ 63,038	$ 72,275
Loss before equity in income of subsidiaries and provision for taxes	$(53,590)	$(58,735)
Equity in income (loss) of continuing operations of subsidiaries	1,229	(154,353)
Provision for income taxes		--
(Loss) from continuing operations	$(52,361)	$(213,088)
Equity in income of discontinued operations of subsidiaries (net of income tax expense of $56,204 and $29,463 in 1992 and 1991, respectively	166,804	88,937
Income (loss) before extraordinary item	$ 114,443	$(124,151)
Utilization of operating loss carryforwards (Note 7)	56,204	29,403
Net income (loss)	$ 170,647	$(94,748)

PYRAMIDWEST DEVELOPMENT CORPORATION
PARENT COMPANY ONLY
CONSOLIDATED STATEMENT OF CASH FLOW
For the Three Month Periods Ended March 31, 1992 and 1991

	1992	1991
CASH FLOW FROM OPERATING ACTIVITIES		
Net Income (loss)	$ 170,647	$(94,748)
Adjustment to reconcile net income (loss) to net cash provided by operating activities:		
Equity in (income) loss of subsidiaries	(224,237)	36,013
Increase (decrease) in other liabilities	17,730	(4,484)
(Increase) decrease in other assets	(7,373)	215
Accretion of investment security premiums	(12,465)	(8,325)
Net cash flow used by operating activities	$(55,698)	$(71,329)
CASH FLOW FROM INVESTING ACTIVITIES		
Decrease in receivable from subsidiaries	$(6,003)	15,330
Net cash flow from investing activities	$(6,003)	$ 15,330
CASH FLOW FROM FINANCING ACTIVITIES		
(Increase) decrease in amounts payable to subsidiaries	$ 58,149	$ 59,266
Increase (decrease) in cash	$(3,552)	$ 3,266
CASH AT BEGINNING OF YEAR	228,652	324,845
CASH AT END OF YEAR	$ 225,100	$ 328,112

MANAGEMENT'S DISCUSSION AND ANALYSIS
OF THE CONSOLIDATED SUMMARY OF INCOME

Analysis of the Three Months Ended March 31, 1992
Compared to the Three Months Ended March 31, 1991

Commercial Banking

Marginal earnings and substandard loan classifications have caused regulatory concerns respecting adequacy of the Bank's Tier 1 capital and total capital as a percentage of assets. In connection with a proposed FDIC cease and desist order dated February 21, 1992, the Bank was required to increase Tier 1 capital to the regulatory minimums, 7% for Tier 1 capital and 9% for the total capital to assets ratio. In April, 1992, Pyramidwest purchased an additional 38,083 shares of common stock of CBL for $627,627 in order to raise the capital ratios to minimum requirements.

Pyramidwest voted its 89.66% of Bank stock to replace the Bank's Board of Directors during the first quarter, 1992 to address concerns about Bank management.

Real Estate Development and Ownership

PRM expects to collect approximately $2,000,000 in receivables from related entities which are scheduled for sale in 1992. No sales occurred during the first three months of 1992 and no assurances can be given that a sale will be completed; and if a sale is completed no assurance can be given that PRM will receive the entire $2,000,000.

Property Management

PRM discontinued its property management operations as of April 1, 1991.

Consolidated Summary of Income

Net Interest Income

Net interest income decreased slightly, $3,426, during the three month period ended March 31, 1992 as compared to the three months ended March 31, 1991. Total interest income decreased $123,770 and to total interest expense decreased $120,344 due primarily to lower market interest rates.

Non-interest income

Other operating income increased by $95,101 due to higher service charge fees.

Non-interest expense

Non-interest expense decreased by $77,084 for the three month period ended March 31, 1991 as compared to the same period in 1991. Lower salaries, wages and employee benefits and general and administrative expenses at the Bank resulted in the decrease.

PRM transferred its property management operations to a related party on April 1, 1991. Net income from discontinued operations in 1991 reflects the results of those operations through that date. In 1992, the net income from discontinued property management operations resulted from an agreement made in January, 1992 in connection with the transfer of the property management operation. The agreement stipulates that PRM will receive a lump sum payment of $163,060 on the date that the sale of the limited partnership interests occur as described in Note 11 of the Notes to Consolidated Financial Statements, in addition to monthly installments of $20,000 each beginning January 5, 1992 until the date of sale.

OTHER FINANCIAL INFORMATION
For the Three Month Period Ended March 31, 1992

The Company did not experience any material unusual charges or credits to income other than disclosed above, nor did the Company change independent public accountants during the quarter ended March 31, 1992.

PYRAMIDWEST DEVELOPMENT CORPORATION
AND SUBSIDIARIES
PART II. OTHER INFORMATION

ITEM 1. Legal proceedings
No information to report.

ITEM 2. Changes in Securities
No information to report.

ITEM 3. Changes in Security for Registered Securities
No information to report.

ITEM 4. Default upon Senior Securities
No information to report.

ITEM 5. Increase in Amount Outstanding of Securities or Indebtedness
No information to report.

ITEM 6. Decrease in Amount Outstanding of Securities or Indebtedness
No information to report.

ITEM 7. Submission of Matters to a Vote of Security Holders
No information to report.

ITEM 8. Other Materially Important Events
No information to report.

ITEM 9. Exhibits and reports on form 8-K
No information to report.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PYRAMIDWEST DEVELOPMENT CORPORATION

Date: May 15, 1992

Cecil C. Butler
President and Chief Executive Officer